

Jeffrey N. Pomerantz, Esq.  
Andrew W. Caine, Esq.  
(admitted *pro hac vice*)  
PACHULSKI STANG ZIEHL & JONES LLP  
10100 Santa Monica Boulevard  
Los Angeles, California 90067-4100  
Telephone: (310) 277-6910  
Telecopy: (310) 201-0760

Lynn L. Tavenner, Esq. (VA Bar No. 30083)  
Paula S. Beran, Esq. (VA Bar No. 34679)  
TAVENNER & BERAN, PLC  
20 North Eighth Street, 2<sup>nd</sup> Floor  
Richmond, Virginia 23219  
Telephone: (804) 783-8300  
Telecopy: (804) 783-0178

- and -

Robert J. Feinstein, Esq.  
(admitted *pro hac vice*)  
PACHULSKI STANG ZIEHL & JONES LLP  
780 Third Avenue, 36<sup>th</sup> Floor  
New York, New York 10017  
Telephone: (212) 561-7700  
Telecopy: (212) 561-7777

*Counsel to the Liquidating Trustee*

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

-----x  
In re: : Chapter 11  
: :  
CIRCUIT CITY STORES, INC., et al., : Case No. 08-35653 (KRH)  
: :  
Debtors. :  
: Jointly Administered  
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**FIFTH ORDER REGARDING LIQUIDATING TRUST'S FIFTH OMNIBUS  
OBJECTION TO LANDLORD CLAIMS (REDUCTION OF CERTAIN PARTIALLY  
INVALID CLAIMS, RECLASSIFICATION OF CERTAIN MISCLASSIFIED CLAIMS,  
DISALLOWANCE OF CERTAIN INVALID  
CLAIMS, DISALLOWANCE OF CERTAIN LATE-FILED CLAIMS, DISALLOWANCE  
OF CERTAIN DUPLICATE CLAIMS  
AND DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

THIS MATTER having come before the Court<sup>1</sup> on the Liquidating Trust's Fifth Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain of Late Filed Claims, Disallowance of Certain Duplicate Claims and Disallowance of Certain Amended Claims) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibit C through Exhibit H attached to the Objection be reduced or disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Court will conduct a status conference on March 6, 2012 at 2:00 p.m. for all Claims identified on Exhibit A attached hereto.
2. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
3. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.
4. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

Dated: Richmond, Virginia  
January \_\_\_\_, 2012

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HONORABLE KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Paula S. Beran  
Lynn L. Tavenner (VA Bar No. 30083)  
Paula S. Beran (VA Bar No. 34679)  
20 North Eighth Street, 2<sup>nd</sup> Floor  
Richmond, Virginia 23219  
(804) 783-8300

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Andrew W. Caine, Esq.  
10100 Santa Monica Boulevard  
Los Angeles, California 90067-4100  
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Robert J. Feinstein, Esq.  
780 Third Avenue, 36<sup>th</sup> Floor  
New York, New York 10017  
(212) 561-7700

*Counsel to the Circuit City Stores, Inc.  
Liquidating Trust*

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Paula S. Beran  
Paula S. Beran



In re Circuit City Stores, et al.

Case No. 08-35653 (KRH)

**Exhibit A to Fifth Order Regarding Liquidating Trust's Fifth Omnibus Objection to Landlord Claims**

**Alphabetical Listing of Claims for Which Status Conference Will Take Place on March 6, 2012 at 2:00 p.m.**

<b>Claim Holder</b>	<b>Claim</b>	<b>Exhibit</b>
Almaden Plaza Shopping Center, Inc. 5353 Almaden EXPY 49 Almaden Plaza Shopping Center San Jose, CA 95118	12122	Exhibit C Reduction of Certain Partially Invalid Claims
Bear Valley Road Partners LLC Attn Brad Becker c/o Becker Development Investments 12730 High Bluff Dr San Diego, CA 92130	12653	Exhibit G Duplicate Claims to be Expunged
Bear Valley Road Partners LLC c/o Becker Development Investments Attn Brad Becker 12730 High Bluff Dr San Diego, CA 92130	12651	Exhibit C Reduction of Certain Partially Invalid Claims
Bear Valley Road Partners LLC c/o Becker Development Investments Attn Brad Becker 12730 High Bluff Dr San Diego, CA 92130	14065	Exhibit C Reduction of Certain Partially Invalid Claims
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	8262	Exhibit C Reduction of Certain Partially Invalid Claims
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	12849	Exhibit C Reduction of Certain Partially Invalid Claims
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	8262	Exhibit D Misclassified Claims to be Reclassified
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	13722	Exhibit E Invalid Claims to be expunged

Claim Holder	Claim	Exhibit
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	13719	Exhibit G Duplicate Claims to be Expunged
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	8278	Exhibit G Duplicate Claims to be Expunged
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	12687	Exhibit H Amended Claims to be Expunged
GMS Golden Valley Ranch LLC c/o Terramar Retail Centers 5973 Avenida Encinas Carlsbad, CA 92008 Attn: Michael Strahs	10778	Exhibit C Reduction of Certain Partially Invalid Claims
GMS Golden Valley Ranch LLC c/o Terramar Retail Centers 5973 Avenida Encinas Carlsbad, CA 92008 Attn: Michael Strahs	10779	Exhibit E Invalid Claims to be expunged
GMS Golden Valley Ranch LLC c/o Terramar Retail Centers 5973 Avenida Encinas Carlsbad, CA 92008 Attn: Michael Strahs	13108	Exhibit E Invalid Claims to be expunged
HAYWARD 880 LLC 1809 7TH AVE STE 1002 SEATTLE, WA 98101	13502	Exhibit C Reduction of Certain Partially Invalid Claims
HAYWARD 880 LLC 1809 7TH AVE STE 1002 SEATTLE, WA 98101	7168	Exhibit G Duplicate Claims to be Expunged
HAYWARD 880 LLC 1809 7TH AVE STE 1002 SEATTLE, WA 98101	12361	Exhibit G Duplicate Claims to be Expunged

Claim Holder	Claim	Exhibit
Hayward 880 LLC Attn: Paul S. Bliley, Jr., Esq. Williams Mullen P.O Box 1320 Richmond, VA 23218-1320	13506	Exhibit G Duplicate Claims to be Expunged
Hayward 880 LLC Attn: Paul S. Bliley, Jr., Esq. Williams Mullen P.O Box 1320 Richmond, VA 23218-1320	13501	Exhibit G Duplicate Claims to be Expunged
Laguna Gateway Phase 2 LP Attn John L Pappas c o Pappas Investments 2020 L St 5th Fl Sacramento, CA 95814	12917	Exhibit E Invalid Claims to be expunged
Laguna Gateway Phase 2 LP c/o Pappas Investments 2020 L St 5th Fl Sacramento, CA 95814	12918	Exhibit C Reduction of Certain Partially Invalid Claims
Laguna Gateway Phase 2 LP c/o Pappas Investments 2020 L St 5th Fl Sacramento, CA 95814	14066	Exhibit C Reduction of Certain Partially Invalid Claims
Little Britain Holdings, LLC c/o Robert E. Greenberg, Esq. Friedlander Misler PLLC 1101 17th St NW Ste 700 Washington, DC 20036	11799	Exhibit C Reduction of Certain Partially Invalid Claims
Manteca Stadium Park LP c/o Kitchell Development Company 853 Camino Del Mar Ste 200 Del Mar, CA 92014	12659	Exhibit C Reduction of Certain Partially Invalid Claims
Manteca Stadium Park LP c/o Kitchell Development Company 853 Camino Del Mar Ste 200 Del Mar, CA 92014	14069	Exhibit C Reduction of Certain Partially Invalid Claims
Manteca Stadium Park LP Attn Donald Glatthorn c o Kitchell Development Company 853 Camino Del Mar Ste 200 Del Mar, CA 92014	12662	Exhibit E Invalid Claims to be expunged
NPP Development LLC c/o Christine D. Lynch, Esq. Goulston & Storrs, P.C. 400 Atlantic Avenue Boston, MA, 02110-3333	12551	Exhibit C Reduction of Certain Partially Invalid Claims

Claim Holder	Claim	Exhibit
OTR Clairemont Square Attn Julia A Viskanta c/o State Teachers Retirement System of Ohio 44 Montgomery St Ste 2388 San Francisco, CA 94104-4704	12649	Exhibit G Duplicate Claims to be Expunged
OTR-Claremont Square c/o State Teachers Retirement System of Ohio 44 Montgomery Street, Suite 2388 San Francisco, CA 94104-4704 <u>Attn: Julie A. Viskanta</u>	12650	Exhibit C Reduction of Certain Partially Invalid Claims
Route 146 Millbury LLC c/o Christine D. Lynch, Esq. Goulston & Storrs, P.C. 400 Atlantic Avenue <u>Boston, MA. 02110-3333</u>	12554	Exhibit C Reduction of Certain Partially Invalid Claims
Sim Vest Real Estate II, LLC c/o Michael St. James, St. James Law, P.C. 155 Montgomery Street, Suite 1004 <u>San Francisco, CA 94111</u>	5094	Exhibit G Duplicate Claims to be Expunged
SimVest Real Estate II, LLC c/o Michael St.James, St. James Law, P.C. 155 Montgomery Street, Suite 1004 <u>San Francisco, CA 94111</u>	4334	Exhibit C Reduction of Certain Partially Invalid Claims
Sweetwater Associates Limited Partnership Attn Kerrie L Ozarski Real Estate Manager c o StepStone Real Estate Services 1660 Union St 4th Fl San Diego, CA 92101-2926	12729	Exhibit E Invalid Claims to be expunged
Sweetwater Associates Limited Partnership c/o StepStone Real Estate Services 1660 Union Street, 4th Floor San Diego CA 92101-2926 Attn: Kerrie L. Ozrski, Real Estate <u>Manager</u>	12730	Exhibit C Reduction of Certain Partially Invalid Claims
Sweetwater Associates Limited Partnership c/o StepStone Real Estate Services 1660 Union Street, 4th Floor San Diego CA 92101-2926 Attn: Kerrie L. Ozrski, Real Estate <u>Manager</u>	14074	Exhibit C Reduction of Certain Partially Invalid Claims